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KATE CHINA HOLDINGS LIMITED 中持基業控股有限公司

(incorporated in Hong Kong with limited liability) (Stock code: 8125)

CLARIFICATION ANNOUNCEMENT

Reference is made to the Company's announcement dated 13 March 2015 ("Announcement") in relation to the Potential Disposal. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As at the date of this announcement (i) there are no negotiations between the controlling shareholder of the Company ("**Controlling Shareholder**") and the financial institution in respect of the Potential Disposal; and (ii) no formal or legally binding agreement has been entered into between the Controlling Shareholder and the financial institution or any other parties in respect of the Potential Disposal.

The Controlling Shareholder has confirmed to the Company that if the Controlling Shareholder sells any shares of the Company pursuant to the aforesaid approach, it will do so only in circumstances that will not result in a voluntary offer, or any obligation to make a mandatory offer for the shares of the Company, under the Hong Kong Code on Takeovers and Mergers. The Controlling Shareholder and the Company will update shareholders if there are any material changes.

> By Order of the Board **Kate China Holdings Limited Chan Tat Wah** *Chairman and Executive Director*

Hong Kong, 17 March 2015

As at the date of this announcement, the executive Director are Mr. Chan Tat Wah (Chairman), Mr. Fok Chun Kit (CEO), and Mr. Tsang Kei Cheong; and the independent non-executive Directors are Mr. Lam Yiu Kin, Mr. Lu Tak Ming and Prof. Lai Kin Keung.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing on the Growth Enterprise Market of the Stock Exchange ("GEM") for the purpose of giving information with regard to the Company. The Directors having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading. This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting on the website of the Company at www.katechina.hk.